

Fill in this information to identify the case:

United States Bankruptcy Court for the:

EASTERN District of NEW YORK
(State)

Case number (if known): _____ Chapter 7

☐ Check if this is an amended filing

Official Form 205

Involuntary Petition Against a Non-Individual

12/15

Use this form to begin a bankruptcy case against a non-individual you allege to be a debtor subject to an involuntary case. If you want to begin a case against an individual, use the *Involuntary Petition Against an Individual* (Official Form 105). Be as complete and accurate as possible. If more space is needed, attach any additional sheets to this form. On the top of any additional pages, write debtor's name and case number (if known).

Part 1: Identify the Chapter of the Bankruptcy Code Under Which Petition Is Filed

1. Chapter of the Bankruptcy Code

Check one:

- ☒ Chapter 7
☐ Chapter 11

Part 2: Identify the Debtor

2. Debtor's name

MILLENNIUM HEALTHCARE, INC.

3. Other names you know the debtor has used in the last 8 years

Include any assumed names, trade names, or doing business as names.

4. Debtor's federal Employer Identification Number (EIN)

☐ Unknown

11-3229358
EIN

5. Debtor's address

Principal place of business

Mailing address, if different

68 South Service Road
Number Street

Suite 100

Melville

Suffolk

City

NY 11747
State ZIP Code

Number Street

P.O. Box

City

State

ZIP Code

Location of principal assets, if different from principal place of business

County

Number Street

City

State

ZIP Code

Debtor www.millenniumhcs.com/
Name

Case number (if known) _____

6. Debtor's website (URL) _____

7. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other type of debtor. Specify: _____

8. Type of debtor's business

Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the types of business listed.
☐ Unknown type of business.

9. To the best of your knowledge, are any bankruptcy cases pending by or against any partner or affiliate of this debtor?

- ☒ No
☐ Yes. Debtor _____ Relationship _____
District _____ Date filed _____ Case number, if known _____
MM / DD / YYYY
Debtor _____ Relationship _____
District _____ Date filed _____ Case number, if known _____
MM / DD / YYYY

Part 3: Report About the Case

10. Venue

Check one:

- ☒ Over the last 180 days before the filing of this bankruptcy, the debtor had a domicile, principal place of business, or principal assets in this district longer than in any other district.
☐ A bankruptcy case concerning debtor's affiliates, general partner, or partnership is pending in this district.

11. Allegations

Each petitioner is eligible to file this petition under 11 U.S.C. § 303(b).

The debtor may be the subject of an involuntary case under 11 U.S.C. § 303(a).

At least one box must be checked:

- ☒ The debtor is generally not paying its debts as they become due, unless they are the subject of a bona fide dispute as to liability or amount.
☐ Within 120 days before the filing of this petition, a custodian, other than a trustee, receiver, or an agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.

12. Has there been a transfer of any claim against the debtor by or to any petitioner?

- ☒ No
☐ Yes. Attach all documents that evidence the transfer and any statements required under Bankruptcy Rule 1003(a).

Debtor

Name

Case number (if known)

13. Each petitioner's claim

Name of petitioner

Nature of petitioner's claim

Amount of the claim
above the value of
any lienGEMINI MASTERFUND, LTD.UNPAID NOTES\$ 224,478.25SCS TACTICAL ALLOCATION FUNDUNPAID NOTES\$ 40,232.56JOE GIMICHAEL/DIMITRY SHAPIROUNPAID NOTES\$ 130,000.00

Total of petitioners' claims

\$

If more space is needed to list petitioners, attach additional sheets. Write the alleged debtor's name and the case number, if known, at the top of each sheet. Following the format of this form, set out the information required in Parts 3 and 4 of the form for each additional petitioning creditor, the petitioner's claim, the petitioner's representative, and the petitioner's attorney. Include the statement under penalty of perjury set out in Part 4 of the form, followed by each additional petitioner's (or representative's) signature, along with the signature of the petitioner's attorney.

Part 4: Request for Relief

WARNING — Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

I have examined the information in this document and have a reasonable belief that the information is true and correct.

Petitioners or Petitioners' Representative

Attorneys

Name and mailing address of petitioner

Gemini Masterfund, Ltd.675 Gemini Strategies LLC, Inc.619 South Vulcan Avenue, Suite 203

Number Street

EncinitasCA92024

City

State

ZIP Code

Name and mailing address of petitioner's representative, if any

Steven Winters, President

Name

c/o Gemini Strategies LLC, Inc.619 South Vulcan Avenue Suite 203

Number Street

EncinitasCA92024

City

State

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 02/08/2016

MM / DD / YYYY

x [Signature]

Signature of petitioner or representative, including representative's title

A. Mitchell Greene

Printed name

Robinson Brog Leinwand GreeneGenovese & Gluck P.C.

Firm name, if any

875 Third Ave., 9th Fl.

Number Street

New YorkNY10022-0123

City

State

ZIP Code

Contact phone 212-603-6399Email amg@robinsonbrog.com

Bar number

State

x [Signature]

Signature of attorney

Date signed

MM / DD / YYYY

Debtor Name

Case number (if known) _____

Name and mailing address of petitioner

SCS Tactical Allocation Fund
Name116 South Franklin Street
Number StreetRocky Mount SC 27804
City State ZIP Code

Name and mailing address of petitioner's representative, if any

Katherine M. Honey, President
Name116 South Franklin Street
Number StreetRocky Mount SC 27804
City State ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 02/08/16
MM / DD / YYYYx [Signature]
Signature of petitioner or representative, including representative's title

Name and mailing address of petitioner

Joe Giamichael/Dimitry Shapiro
Name40 Wall Street, Suite 2839
Number StreetNew York NY 10005
City State ZIP Code

Name and mailing address of petitioner's representative, if any

Joe Giamichael
Name40 Wall Street, Suite 2839
Number StreetNew York NY 10005
City State ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on _____
MM / DD / YYYYx [Signature]
Signature of petitioner or representative, including representative's titleA. Mitchell Greene

Printed name

Robinson Brog Leinwand GreeneGenovese & Gluck P.C.

Firm name, if any

875 Third Ave., 9th Fl.

Number Street

New York NY 10022-0123
City State ZIP CodeContact phone 212-603-6399 Email amg@robinsonbrog.com

Bar number _____

State _____

x [Signature]
Signature of attorneyDate signed _____
MM / DD / YYYYA. Mitchell Greene

Printed name

Robinson Brog Leinwand GreeneGenovese & Gluck P.C.

Firm name, if any

875 Third Ave., 9th Fl.

Number Street

New York NY 10022-0123
City State ZIP CodeContact phone 212-603-6399 Email amg@robinsonbrog.com

Bar number _____

State _____

x [Signature]
Signature of attorneyDate signed _____
MM / DD / YYYY

Debtor

Name

Case number (if known)

Name and mailing address of petitioner

SCS Tactical Allocation Fund

Name

116 South Franklin Street

Number Street

Rocky Mount

City

SC

State

27804

ZIP Code

Name and mailing address of petitioner's representative, if any

Katherine M. Honey, President

Name

116 South Franklin Street

Number Street

Rocky Mount

City

SC

State

27804

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

MM / DD / YYYY

X

Signature of petitioner or representative, including representative's title

A. Mitchell Greene

Printed name

Robinson Brog Leinwand Greene

Genovese & Gluck P.C.

Firm name, if any

875 Third Ave., 9th Fl.

Number Street

New York

City

NY

State

10022-0123

ZIP Code

Contact phone 212-603-6399

Email amg@robinsonbrog.com

Bar number

State

X

Signature of attorney

Date signed

MM / DD / YYYY

Name and mailing address of petitioner

Joe Giamichael/Dimitry Shapiro

Name

40 Wall Street, Suite 2839

Number Street

New York

City

NY

State

10005

ZIP Code

Name and mailing address of petitioner's representative, if any

Joe Giamichael

Name

40 Wall Street, Suite 2839

Number Street

New York

City

NY

State

10005

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

02/05/2016

MM / DD / YYYY

X

Signature of petitioner or representative, including representative's title

A. Mitchell Greene

Printed name

Robinson Brog Leinwand Greene

Genovese & Gluck P.C.

Firm name, if any

875 Third Ave., 9th Fl.

Number Street

New York

City

NY

State

10022-0123

ZIP Code

Contact phone 212-603-6399

Email amg@robinsonbrog.com

Bar number

State

X

Signature of attorney

Date signed

MM / DD / YYYY

Debtor Name Case number (if known)

13. Each petitioner's claim	Name of petitioner	Nature of petitioner's claim	Amount of the claim above the value of any lien
	<u>REDWOOD FUND III, LTD.</u>	<u>UNPAID NOTES</u>	<u>\$ 115,000.00</u>
	<u></u>	<u></u>	<u>\$</u>
	<u></u>	<u></u>	<u>\$</u>
Total of petitioners' claims			<u>\$ 516,848.58</u>

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Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

I have examined the information in this document and have a reasonable belief that the information is true and correct.

Petitioners or Petitioners' Representative

Attorneys

Name and mailing address of petitioner

REDWOOD FUND III, LTD.
 Name
c/o Redwood Management, LLC
16850 Collins Ave., #112-341
 Number Street
Sunny Isles Beach FL 33160
 City State ZIP Code

Name and mailing address of petitioner's representative, if any

GARY ROGERS
 Name
c/o Redwood Management, LLC
16850 Collins Ave., #112-341
 Number Street
Sunny Isles Beach FL 33160
 City State ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 2/5/2016
 MM / DD / YYYY

X Gay
 Signature of petitioner or representative including representative's title

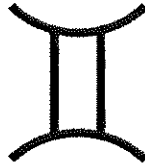
A. MITCHELL GREENE
 Printed name
Robinson Brog Leinwand Greene
Genovese & Gluck P.C.
 Firm name, if any
875 Third Ave., 9th Fl.
 Number Street
New York NY 10022-0123
 City State ZIP Code

Contact phone 212-603-6399 Email amg@robinsonbrog.com

Bar number

State
X [Signature]
 Signature of attorney

Date signed MM / DD / YYYY



GEMINI MASTER FUND, LTD.
c/o GEMINI STRATEGIES LLC Inc.
619 SOUTH VULCAN AVE., SUITE #203
ENCINITAS, CA 92024
Phone: 858.480.2828

January 8, 2016

Mr. Mitchell Greene
Robinson Brog et. al.
875 Third Avenue
New York, NY 10022

RE: Millennium Healthcare, Inc.

Dear Mr. Greene:

We are a creditor of Millennium Healthcare, Inc., which is obligated to us in the unsecured amount of \$228,478.25.

We hereby authorize you to file an involuntary Chapter 7 Bankruptcy Petition against Millennium Healthcare, Inc.

Very truly yours,

A handwritten signature in cursive script, appearing to read 'Steven Winters', with a long horizontal flourish extending to the right.

Gemini Master Fund, Ltd.
By: Gemini Strategies LLC Inc.
Its: Investment Manager
By: Steven Winters
Its: President

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X
In re:

Chapter 7

MILLENNIUM HEALTHCARE, INC.,

Case No.:

Debtor.
-----X

CORPORATE DISCLOSURE STATEMENT

Pursuant to Rules 1010(b) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned petitioning creditor in the above-captioned proceeding, submits this corporate ownership statement, and does hereby certify that it does not directly or indirectly owns 10% or more of any class of its equity interests.

GEMINI MASTER FUND, LTD.

By: Gemini Strategies

Its: Investment Manager

By: 

Steven W. Winters

Its: President

STARBOARD INVESTMENT TRUST
116 South Franklin Street
Rocky Mount, North Carolina 27804

January 27, 2016

Clement Yee
Robinson Brog et.al.
875 Third Avenue
New York, NY 10022

RE: Millennium Healthcare, Inc.

Dear Mr. Yee:

SCS Tactical Allocation Fund (the "Fund"), a series of Starboard Investment Trust, is a creditor of Millennium Healthcare, Inc. ("Millennium"), which is obligated to the Fund in the unsecured amount of \$40,232.56.

We hereby authorize you to file an involuntary Chapter 7 Bankruptcy Petition against Millennium.

Very truly yours,

SCS Tactical Allocation Fund,
A series of Starboard Investment Trust

By: 
Katherine M. Honey

President

Starboard Investment Trust

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X

In re:

Chapter 7

MILLENNIUM HEALTHCARE, INC.,

Case No.:

Debtor.

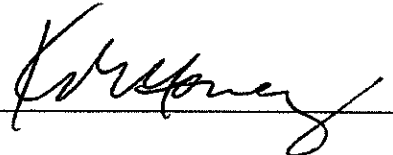
-----X

CORPORATE DISCLOSURE STATEMENT

Pursuant to Rules 1010(b) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned petitioning creditor in the above-captioned proceeding, submits this corporate ownership statement, and does hereby certify that it does not directly or indirectly own 10% or more of any class of its equity interests.

SCS Tactical Allocation Fund, a series of
The Starboard Investment Trust

By: _____



Name: Katherine M. Honey

Title: President

RE: Joe Giamichael and Dmitriy Shapiro

Dear Mr. Greene:

We are a creditor of Millennium Healthcare, Inc, which is obligated to us in the unsecured amount of \$130,000.00.

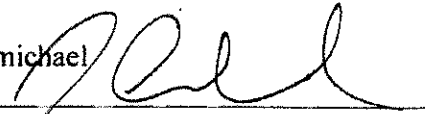
We hereby authorize you to file an involuntary Chapter 7 Bankruptcy Petition against Millennium Healthcare, Inc.

Very truly yours,

Joe Giamichael

By: _____

Creditor

A handwritten signature in black ink, appearing to read "Joe", is written over a horizontal line that serves as a signature line.

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X

In re:

Chapter 7

MILLENNIUM HEALTHCARE, INC.,

Case No.:

Debtor.

-----X

CORPORATE DISCLOSURE STATEMENT

Pursuant to Rules 1010(b) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned petitioning creditor in the above-captioned proceeding, submits this corporate ownership statement, and does hereby certify that it does not directly or indirectly owns 10% or more of any class of its equity interests.

[CREDITOR]

By: Joe Giamichael 

[SIGNATORY, TITLE]

By: Dmitriy Shapiro 

[SIGNATORY, TITLE]

Stacy L. Giunta
71 7th Avenue Apt 1
Brooklyn NY 11217

RE: Millennium Healthcare, Inc.

Dear Mr. Greene:

We are a creditor of Millennium Healthcare, Inc. which is obligated to us in the unsecured amount of 7,137.77.

We hereby authorize you to file an involuntary Chapter 7 Bankruptcy Petition against Millennium Healthcare, Inc.

Very truly yours,

Stacy L. Giunta

By: 

Stacy L. Giunta

Stacy L. Giunta FTEE Stacy L. Giunta

Revocable Trust

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X
In re:

Chapter 7

MILLENNIUM HEALTHCARE, INC.,

Case No.:

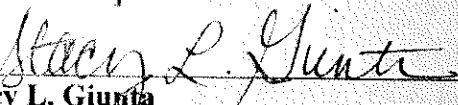
Debtor.
-----X

CORPORATE DISCLOSURE STATEMENT

Pursuant to Rules 1010(b) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned petitioning creditor in the above-captioned proceeding, submits this corporate ownership statement, and does hereby certify that it does not directly or indirectly owns 10% or more of any class of its equity interests.

[CREDITOR]

By:



Stacy L. Giunta

Stacy L. Giunta TTEE Stacy L. Giunta

Revocable Trust

Redwood Fund III, Ltd.

c/o Redwood Management, LLC

16850 Collins Ave #112-341

Sunny Isles Beach Florida, 33160

305-466-1577

RE: Millennium Healthcare, Inc.

Dear Mr. Greene:

We are a creditor of Millennium Healthcare, Inc., which is obligated to us in the unsecured amount of \$115,000.00 plus accrued interest.

We hereby authorize you to file an involuntary Chapter 7 Bankruptcy Petition against Millennium Healthcare, Inc.

Very truly yours,

Redwood Fund III, Ltd

By: 

**Gary Rogers, Manager, Redwood Management
on behalf of Redwood Fund III, Ltd.**

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X

In re:

Chapter 7

MILLENNIUM HEALTHCARE, INC.,

Case No.:

Debtor.

-----X

CORPORATE DISCLOSURE STATEMENT

Pursuant to Rules 1010(b) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned petitioning creditor in the above-captioned proceeding, submits this corporate ownership statement, and does hereby certify that it does not directly or indirectly owns 10% or more of any class of its equity interests.

Redwood Fund III, Ltd.

By: 

**Gary Rogers, Manager, Redwood Management
on behalf of Redwood Fund III, Ltd.**